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ART OF THE DEAL

(Course No. LAW300H1S)

Spring 2009

MATERIALS

Faculty of Law
University of Toronto

These materials are exclusively for the classroom use of students of the University of Toronto

Neill May
Robert Vaux

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Agency Theory – The Forces at Play in Modern Corporations

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Jesse M. Fried and Mira Ganor, *Agency Costs of Venture Capitalist Controls in Start-ups*, 81 N.Y.U. LAW REVIEW 2006 149

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[1] This short excerpt from a longer work summarizes and encapsulates the major insights from the preceding pieces in this section. Consider it optional reading if you have read the preceding pieces in this section.

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Bounded Rationality and Incomplete Contracts – Picking the Right Contract for Your Deal

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B. Seth Bryant et al, *Note on Material Adverse Change*, VC EXPERTS (March 23, 2006) 471

Ronald J. Gilson and Alan Schwartz, *Understanding MACs: Moral Hazard in Acquisitions*, 21 J.L. ECON. & ORG. 330 478

Transactional documentation to be posted for discussion: Asset/share purchase agreement plus samplings of material adverse change materials

Adverse Selection/Moral Hazard – Understanding the Other Side

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[2] For additional (optional) reading see the following (will be posted):

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Transactional documentation to be posted for discussion: Formal corporate governance materials

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